

**Details of the Right Offering of the Warrants of  
C.I. Group Public Company Limited #5 (CIG-5) to Existing Shareholders**

**1. Details of the Warrants**

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| Type  | : Right to purchase ordinary shares of C.I. Group Public Company limited #5 (“warrants” or “CIG-W5”)   |
| Category of Warrants  | : Named and transferable   |
| Amount of Warrants offered                                    | : Not exceeding 216,192,158 units  |
| Offering Method   | : Allocated to existing shareholders of the Company whose names appeared on the Record Date on April 28 <sup>th</sup> 2015, and collected the shareholders’ name under Section 225 of the Securities and Exchange Act B.E. 2535 regarding the closing method on April 29 <sup>th</sup> , 2015, at the ratio of 4 existing shares to 1 unit of warrant (delete any fraction of shares). |
| Offering Price  | : -None- (THB 0 per unit)  |
| Exercise ratio and Price                                      | : 1 unit of CIG-W5 : 1 ordinary shares at THB 1.15 per share, except in case of the adjustment to the term of right.   |
| No. of New Ordinary Shares Issued to Accommodate the Warrants | : Not exceeding 216,192,158 shares at a par value of THB 0.50 or equal to 25 percent of the paid up capital of the Company as of February 27 <sup>th</sup> , 2015  |
| Maturity of Warrants  | : May 7 <sup>th</sup> 2015 – September 30 <sup>th</sup> 2016   |
| Issued Date   | : May 7 <sup>th</sup> , 2015   |
| Offering Period   | : Within 1 year (one year) following the approval of the Shareholders’ Meeting. The Board of Directors or Authorized Directors or Chief Executive Officer or person empowered to consider and determine any other details and conditions.  |
| Exercise Period   | : The warrants can be exercised on a monthly basis which is on the last bank business day of each month throughout the life of the warrants. The first exercise date is on May 29 <sup>th</sup> , 2015.  |

- Last Exercised Date : Upon expiration of the warrants in accordance with the applicable laws.
- Last Exercise Notice Period : Not less than 15 days before the last exercise date.
- Secondary Market of Warrants : The Company shall submit the application form to be listed securities on the Market for Alternative Investment.
- Secondary Market of New Ordinary Shares Accommodated to Warrants : The Company shall submit the application form to be listed securities on MAI
- Adjustment of the Exercise of Warrants : In case there are the causes that affects right of warrants as stated in the number 11 (4) (b) of Notification of the SEC no. TorJor. 34/2008, the Board of Directors or authorized persons is to consider and determine conditions and details related to the adjustment of the exercised ratio and the exercised price.
- Condition in case of unexercised warrants : The Company will terminate all of the warrants that are unexercised after the last exercise date.
- Other Conditions :The Board of Director or authorized persons are authorized to determine and change conditions of the warrants which may cause the issuance new ordinary shares and the changes of the exercise price and/or the exercise ratio of the warrants and also to negotiate and sign in any relevant documents and agreements and perform any other necessary actions related to the warrants and the issuance, including applying for warrants and ordinary shares issued from the exercise of the warrants to list on the MAI and also applying for an approval from relevant authorities and performing any other necessary actions related to the issuance of the warrants.

## 2. Impacts to shareholders

The impacts to shareholders can be divided into 3 types as follows

- 1) Control dilution
- 2) Price dilution
- 3) EPS dilution

In considering the impacts to shareholders, there are 2 cases of impacts as follows.

Case 1 The existing shareholders exercise their rights of CIG-W5 in full amount to purchase Company's ordinary shares.

Case 2 Other individuals who are not the existing shareholders exercise the rights of CIG-W5 in full amount to purchase company's ordinary shares.

The impacts can be summarized as follows.

| Cases   | Control Dilution<br>(not exceeding to) | Price Dilution<br>(not exceeding to) | EPS Dilution<br>(not exceeding to) |
|---------|--|--------------------------------------|------------------------------------|
| Case 1. | 0.00%                                  | 3.52%                                | 20.00%                             |
| Case 2. | 20.00%                                 | 3.52%                                | 20.00%                             |

Remarks: - Control Dilution = new shares issued / (number of paid up shares + new shares issued)

- Price dilution is based on the 15-day average price (Feb 9<sup>th</sup>, 2015 – Feb 27<sup>th</sup>, 2015), which is THB 1.42 per share.

Price Dilution = (Market Price before new shares issuance – Market Price after new shares issuance) / Market Price before new shares issuance; where

Market Price after issuance = ((Market Price before issuance x number of paid up shares) + (Exercise Price x number of new issued shares)) / (number of paid up shares + number of new issued shares)

- Rounding figures in the calculation and table.